

IN THE UNITED STATES DISTRICT COURT FOR THE  
EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION

UNITED STATES OF AMERICA, )

)

Plaintiff, )

CIVIL ACTION NO.

)

v. )

)

CITIZENS REPUBLIC BANCORP, INC. )

AND CITIZENS BANK, )

)

Defendants. )

)

COMPLAINT

The United States of America alleges:

1. This action is brought by the United States to enforce the provisions of the Fair Housing Act, 42 U.S.C. §§ 3601-3619, and the Equal Credit Opportunity Act, 15 U.S.C. §§ 1691-1691f.

2. This Court has jurisdiction of this action pursuant to 28 U.S.C. § 1345, 42 U.S.C. § 3614, and 15 U.S.C. § 1691e(h). Venue is appropriate pursuant to 28 U.S.C. § 1391.

3. Defendant Citizens Republic Bancorp, Inc. (“CRBC”) is a bank holding company headquartered in Flint, Michigan. CRBC offers the traditional services of a financial depository and lending institution, including the receipt of monetary deposits and the financing of residential housing and commercial loans. As of June 30, 2009, CRBC had assets totaling just

over \$12.3 billion. CRBC is subject to the regulatory authority of the Board of Governors of the Federal Reserve System (“Board”).

4. CRBC’s largest operation is within the State of Michigan where it operates through its subsidiary, defendant Citizens Bank. Citizens Bank has 156 branches in Michigan, 36 of which are in the southeast part of the state.

5. CRBC previously conducted business under the name Citizens Banking Corporation. In September 2006, Citizens Banking Corporation applied to the Board to acquire Michigan-based Republic Bancorp Inc. and its wholly-owned subsidiary, Republic Bank. As of September 30, 2005, Republic Bank had assets totaling \$6.1 billion. On April 26, 2007, CRBC changed its name after the Board approved its acquisition of Republic Bancorp Inc. and Republic Bank.

6. CRBC and Citizens Bank (collectively, “defendants”) are subject to the federal laws governing fair lending, including the Fair Housing Act and the Equal Credit Opportunity Act and their respective implementing regulations, the fair housing regulations of the Department of Housing and Urban Development, 24 C.F.R. § 100.1, *et seq.*, and Regulation B of the Board, 12 C.F.R. § 202.1, *et seq.* The Fair Housing Act and the Equal Credit Opportunity Act prohibit financial institutions from discriminating on the basis of, *inter alia*, race and color in their mortgage lending practices.

7. During 2007, Federal Reserve System bank examiners initiated a fair lending examination of Citizens Bank for possible redlining activity. The examination included an evaluation of lending data from 2006-2008 related to the performance of the prior Republic Bank and Citizens Bank in Wayne County and the six-county Detroit Primary Metropolitan Statistical Area (“PMSA”). Based on the information gathered in its examination, the Board concluded that

there was reason to believe that Citizens Bank engaged in a pattern or practice of redlining in violation of the Equal Credit Opportunity Act and the Fair Housing Act.

8. Pursuant to 15 U.S.C. § 1691e(g), the Board referred the matter to the Attorney General for appropriate enforcement action on April 19, 2010, following its determination as described in paragraph 7.

9. The Detroit-Ann Arbor-Flint Consolidated Metropolitan Statistical Area (“Detroit CMSA”) consists of three PMSAs: the Detroit PMSA (Lapeer, St. Clair, Oakland, Macomb, Wayne, and Monroe counties), the Flint PMSA (Genesee county), and the Ann Arbor PMSA (Lenawee, Livingston, and Washtenaw counties). *See* Map attached as Exhibit A.

10. According to the 2000 Census, the Detroit CMSA had a total population of approximately 5.46 million persons, of whom 72% were non-Hispanic white (approximately 3.9 million) and 21% were African-American (approximately 1.14 million). Nearly 70% (775,772) of the CMSA’s African-American population lived in the City of Detroit.

11. Within the Detroit CMSA, the Detroit and Flint PMSAs have long had highly segregated residential housing patterns, especially for African-Americans. In 2006, the U.S. Census Bureau compiled data reflecting the extent of residential segregation in approximately 330 metropolitan areas across the United States, based on data from the 1980, 1990, and 2000 decennial censuses. Based on a measure called the dissimilarity index,<sup>1</sup> the Detroit PMSA was the most highly segregated metropolitan area in the country for African-Americans in 2000, the

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<sup>1</sup> Residential segregation can be measured by several indices; the most-widely used measure is called the dissimilarity index. Dissimilarity, which ranges from 0 (complete integration) to 1 (complete segregation), measures the percentage of a group’s population that would have to change residences for each neighborhood to have the same percent of that group as the metropolitan area overall.

second most highly segregated area in 1990, and the fourth most highly segregated area in 1980. The Flint PMSA ranked ninth in 1990 and 2000 and sixth in 1980. The Ann Arbor PMSA had the lowest levels of segregation among the three PMSAs in the Detroit CMSA, yet the data show that the Ann Arbor PMSA has become more segregated over time: it ranked 177th in 1980, 115th in 1990, and 70th in 2000.

12. A 2008 Census Bureau study compared the level of segregation in 1980, 1990, and 2000 for 43 large metropolitan areas with a population of one million or more in 1980 and at least 3% or 20,000 African-American residents. That study found that, based on the dissimilarity index, the Detroit PMSA was the second most highly segregated large metropolitan area in the country for African-Americans in 1980 and the most highly segregated in 1990 and 2000.

13. In operating and expanding the scope of their business over time, defendants have acted to meet the credit needs for residential real estate-related loans in the predominantly white residential census tracts (with a population greater than 50% white) of the Detroit CMSA, especially in the Detroit PMSA, and have avoided serving the similar credit needs of majority-black census tracts.

14. Over time, defendants have expanded their lending operations to substantial portions of the Detroit metropolitan area. A major component of defendants' expansion has been the construction or acquisition of additional branch offices, which are designed both to better serve existing customers and to attract new customers for defendants' services and products.

15. Defendants have engaged in a race-based pattern of locating or acquiring branch offices. They have located or acquired branch offices in a manner designed to serve the banking and credit needs of the residents of majority-white census tracts, but not those of residents of majority-black census tracts.

16. Beginning in 1993, Citizens Bank started expanding south from its headquarters in Flint. Citizens Bank acquired eight branches in Oakland County in 1993 and four branches in Genesee, Washtenaw, St. Joseph, and Lansing counties in 1995. In 1997, Citizens Bank opened a branch in western Wayne County, located in Livonia, Michigan (“Livonia Branch”).

17. In June 2003, Citizens Bank’s board of directors identified the Detroit PMSA as one of three major Midwest markets with above average density and above average growth forecasts, finding that Detroit, Des Moines, and Milwaukee comprised roughly 50% more market demand for banking/financial service products and services than the 30 other PMSAs and rural markets in which Citizens operated combined. Despite this, Citizens Bank’s expansion in the Detroit PMSA between 2003 and 2006 was limited to Oakland County, where it opened fourteen new branches. As of 2006, all of the branches located in Oakland County were located in majority-white census tracts, except for the Southfield branch, which is located in a census tract with a 50-75% African-American population.<sup>2</sup> In late 2005, Citizens Bank opened one branch on the border between Wayne County and Oakland County in a majority-white census tract at Eight Mile Road and Haggerty (“Eight Mile and Haggerty Branch”).

18. CRBC’s acquisition of Republic Bancorp Inc. and Republic Bank in 2007 further expanded defendants’ lending operations, particularly expanding their residential real estate-related lending business. When CRBC acquired Republic Bank, Citizens Bank and Republic Bank were of comparable size with complementary geographic footprints. *See* Map attached as Exhibit B. However, Citizens Bank previously had focused more on business and commercial

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<sup>2</sup> All references to the demographic composition of a census tract are based on data from the 2000 Census.

loans than residential loans, while Republic Bank's primary lending focus was residential lending.

19. At the time of the acquisition, Republic Bank had four branch locations in Wayne County, in Northville, Plymouth, Canton, and Grosse Pointe Woods. All four of these branches were in located in majority-white census tracts outside of the City of Detroit. Citizens Bank had one branch location in Wayne County at the time of the merger (the Livonia Branch) and one branch location on the border between Wayne County and Oakland County (the Eight Mile and Haggerty Branch). These branches were also located in majority-white census tracts outside of the City of Detroit.

20. On November 6, 2006, Citizens Bank filed a document with the U.S. Securities and Exchange Commission entitled "Mid-Atlantic Super Community Bank Conference" that set out, *inter alia*, the strategic rationale for the merger. In the document, Citizens Bank claimed that the merger would create a "more attractive southeast Michigan presence." *See Exhibit C.* The document identified Livingston, Macomb, Oakland, and Washtenaw counties as the selected southeastern Michigan counties in which Citizens Bank planned to have a post-merger presence. *See id.* Citizens Bank did not identify Wayne County as one of its selected counties in the document. *See id.*

21. Following the merger, Citizens Bank decreased its presence in Wayne County by closing the Livonia Branch and consolidating the Eight Mile and Haggerty Branch with Republic Bank's Northville Branch. All of Citizens Bank's post-merger branch locations in Michigan are outside the City of Detroit and, with the exception of its Flint branches, are located in majority-white census tracts. In addition to its branches, as of August 2008, Citizens Bank had one

mortgage loan officer located in Canton, a majority-white census tract in western Wayne County, approximately 30 miles from Detroit. *See* Map attached as Exhibit D.

22. The only presence Citizens Bank has ever had within the City of Detroit is one cash-dispensing (not full service) ATM, located at the Detroit Science Center. The ATM opened on February 3, 2009, well after the Board started its fair lending examination of Citizens Bank on September 17, 2007.

23. CRBC currently operates nine Citizens Bank branches within twenty miles of Detroit. All of these branches are located in majority-white census tracts, except for the Southfield branch in Oakland County, which is located in a tract with a 50-75% African-American population. *See* Map attached as Exhibit E.

24. Pursuant to the Community Reinvestment Act (“CRA”), the Board has promulgated regulations to implement the CRA, 12 C.F.R. § 228 (“Reg. BB”). Under Reg. BB, as amended in 1997, a bank’s assessment area ordinarily will consist of one or more metropolitan areas or contiguous political subdivisions, 12 C.F.R. § 228.41(c), unless that area would be extremely large, of unusual configuration, or divided by significant geographic barriers, 12 C.F.R. § 228.41(d). Reg. BB further provides that if a bank’s assessment area does not include entire political jurisdictions, its assessment area may not reflect illegal discrimination. 12 C.F.R. § 228.41(e).

25. In 2005 and 2006, Republic Bank delineated fourteen assessment areas, including all or parts of the following counties within the Detroit CMSA: Genesee (all); Livingston (all); Oakland (all); Macomb (all); Washtenaw (all); Monroe (all); and Wayne (northwestern and far eastern portion). Republic Bank’s assessment areas formed a virtual horseshoe around and excluded most majority-black census tracts in the City of Detroit. *See* Map attached as Exhibit

F. Specifically, Republic Bank's 2005 and 2006 CRA assessment areas excluded 250 of the 311 majority-black census tracts within the City of Detroit. In its 2005 CRA Performance Evaluation, Republic Bank received an overall "Needs To Improve" rating based on the Federal Deposit Insurance Corporation's finding of a substantive violation of anti-discrimination laws (including Fair Housing and Equal Credit Opportunity) in the bank's 1-4 family, mortgage loan portfolio.

26. In 2006, before the merger with Republic Bank, Citizens Bank's delineated assessment area within the Detroit CMSA included all or parts of the following counties: Genessee (all), Oakland (all), Macomb (small southern portion), Washtenaw (eastern portion), and Wayne (small western portion). Citizens Bank's 2006 assessment area did not include any portion of the City of Detroit. *See* Map attached as Exhibit G.

27. In 2007, following the merger with Republic Bank, Citizens Bank adopted the same CRA assessment areas within the Detroit CMSA that Republic Bank used in 2005 and 2006. *See* Map attached as Exhibit H. Thus, most of the City of Detroit and Wayne County still fell outside of Citizens Bank's assessment area. Citizens Bank did not provide its final assessment area that included all of the City of Detroit and all of Wayne County to Federal Reserve System staff until July 2010, well after the Board had informed Citizens Bank in March 2009 that, in its view, Citizens Bank's assessment area in Wayne County failed to comport with Reg. BB and after the Department of Justice informed Citizens Bank of its redlining investigation in April 2009.

28. CRBC and Citizens Bank's customer solicitation efforts also reflect the failure to serve predominantly black areas on an equal basis with predominantly white areas. For example,



in 2006 and 2007, Citizens Bank did not conduct any print or radio advertising in Detroit. Nor did Citizens Bank engage in any outreach activities in the City of Detroit.

29. The policies and practices of defendants, described herein, have served majority-white communities to a significantly greater extent than majority-black communities, as further demonstrated by defendants' actual residential lending activity over time.

30. Statistical analyses of Republic Bank's residential real estate-related loan applications for 2004-2006 show that Republic Bank served the credit needs of the residents of majority-white census tracts of the Detroit CMSA and Detroit PMSA to a significantly greater extent than it served the residential real estate-related credit needs of the residents of majority-black neighborhoods. Similarly, statistical analyses of Citizens Bank's residential real estate-related loan applications for 2007-2008 demonstrate that after CRBC acquired Republic Bank in 2006, Citizens Bank has served the credit needs of the residents of majority-white census tracts of the Detroit CMSA and Detroit PMSA to a significantly greater extent than it has served the residential real estate-related credit needs of the residents of majority-black neighborhoods.

31. From 2004-2006, Republic Bank generated 14,770 single-family (defined by the Home Mortgage Disclosure Act ("HMDA") as dwellings with 1-4 units) residential loan applications in the Detroit CMSA that were required to be reported to its regulator pursuant to HMDA, 28 U.S.C. §§ 2801-2810. Only 395, or 2.7%, of these applications were received from majority-black tracts. During that same time period, comparable lenders in the Detroit CMSA received 7.5% of their residential real estate-related loan applications from majority-black census tracts. These results show a statistically significant failure by Republic Bank to provide loan services and draw applications from majority-black tracts. *See* Maps attached as Exhibits I-J.

32. Similarly, Republic Bank generated 8,860 single-family residential loan applications in the Detroit PMSA from 2004-2006 that were required to be reported pursuant to HMDA. Only 263, or 2.9%, of these applications were received from majority-black tracts. During that same time period, comparable lenders in the Detroit PMSA received 7.9% of their residential real estate-related loan applications from majority-black census tracts. These results also show a statistically significant failure by Republic Bank to provide loan services and draw applications from majority-black tracts.

33. Statistical analyses of Citizens Bank's residential real estate-related loan applications demonstrate that after CRBC acquired Republic Bank, Citizens Bank began to serve the credit needs of the residents of majority-white census tracts of the Detroit CMSA and Detroit PMSA to a significantly greater extent than it served the residential real estate-related credit needs of the residents of majority-black neighborhoods.

34. In 2007, Citizens Bank generated 2,591 single-family residential loan applications in the Detroit CMSA. Only 142, or 5.5%, of these applications were received from majority-black tracts. During that same year, comparable lenders in the Detroit CMSA received 9.0% of their residential real estate-related loan applications from majority-black census tracts. In 2008, the shortfall was even greater as Citizens Bank generated 1,502 single-family residential loan applications in the Detroit CMSA. Only 58, or 3.9%, of these applications were received from majority-black tracts. Comparable lenders received 11.4% of their residential real estate-related loan applications from majority-black census tracts in 2008. Thus, post-merger, Citizens Bank failed to draw the expected number of residential loan applications from the majority-black census tracts within the Detroit CMSA. These shortfalls were statistically significant in both 2007 and 2008. *See* Maps attached as Exhibits K-L.

35. Similarly, in 2007, Citizens Bank generated 1,246 single-family residential loan applications in the Detroit PMSA. Only 84, or 6.7%, of these applications were received from majority-black tracts. During that same year, comparable lenders in the Detroit PMSA received 10.4% of their residential real estate-related loan applications from majority-black census tracts. In 2008, the shortfall was even greater as Citizens Bank generated 679 single-family residential loan applications in the Detroit PMSA. Only 32, or 4.7%, of these applications were received from majority-black tracts. Comparable lenders received 12.9% of their residential real estate-related loan applications from majority-black census tracts in 2008. Post-merger, Citizens Bank also failed to draw the expected number of residential loan applications from the majority-black census tracts within the Detroit PMSA. These shortfalls were statistically significant in both 2007 and 2008.

36. The statistically significant disparities identified in the Detroit CMSA for both Citizens Bank and Republic Bank were primarily driven by the banks' substantial disparities in the proportion of loan applications obtained from majority African-American census tracts and majority-white census tracts located in the Detroit PMSA and Wayne County. These statistical disparities result from the banks' failure to provide services in the majority African-American census tracts of the City of Detroit.

37. The totality of defendants' policies and practices described in paragraphs 13-36 constitutes the redlining of majority-black areas of the Detroit PMSA for defendants' lending business. Defendants' policies and practices are intended to deny and discourage, or have the effect of denying or discouraging, an equal opportunity to the residents of the majority-black neighborhoods of the Detroit PMSA, on account of the racial composition of those

neighborhoods, to obtain residential real estate-related loans. These policies and practices are not justified by business necessity or legitimate business considerations.

38. Defendants' actions as alleged herein constitute:

a. Discrimination on the basis of race or color in making available, or in the terms or conditions of residential real estate-related transactions, in violation of the Fair Housing Act, 42 U.S.C. § 3605(a);

b. The making unavailable or denial of dwellings to persons because of race or color in violation of the Fair Housing Act, 42 U.S.C. § 3604(a);

c. Discrimination on the basis of race or color in the terms, conditions, or privileges of the provision of services or facilities in connection with the sale or rental of dwellings, in violation of the Fair Housing Act, 42 U.S.C. § 3604(b); and

d. Discrimination against applicants with respect to credit transactions, on the basis of race or color, in violation of the Equal Credit Opportunity Act, 15 U.S.C. § 1691(a)(1).

39. Defendants' policies and practices as alleged herein constitute:

a. A pattern or practice of resistance to the full enjoyment of rights secured by the Fair Housing Act, 42 U.S.C. §§ 3601 *et seq.*, and the Equal Credit Opportunity Act, 15 U.S.C. § 1691e(h); and

b. A denial of rights granted by the Fair Housing Act to a group of persons that raises an issue of general public importance.

40. Persons who have been victims of defendants' discriminatory policies and practices are aggrieved persons as defined in 42 U.S.C. § 3602(i) and as described in the Equal Credit Opportunity Act, 15 U.S.C. § 1691(e)(i), and have suffered damages as a result of

defendants' conduct in violation of both the Fair Housing and the Equal Credit Opportunity Acts, as described herein.

41. The discriminatory policies and practices of defendants have been intentional and willful, and implemented with reckless disregard for the rights of African-American borrowers.

WHEREFORE, the United States prays that the Court enter an ORDER that:

(1) Declares that the policies and practices of defendants constitute a violation of the Fair Housing Act and the Equal Credit Opportunity Act;

(2) Enjoins defendants, their agents, employees, and successors, and all other persons in active concert or participation with defendants, from:

(A) Discriminating on account of race or color in any aspect of their lending business practices;

(B) Failing or refusing to take such affirmative steps as may be necessary to restore, as nearly as practicable, the victims of defendants' unlawful practices to the position they would be in but for the discriminatory conduct;

(C) Failing or refusing to take such affirmative steps as may be necessary to prevent the recurrence of any discriminatory conduct in the future and to eliminate, to the extent practicable, the effects of defendants' unlawful practices, and providing policies and procedures to ensure all segments of defendants' market areas are served without regard to prohibited characteristics;

(3) Awards monetary damages to all the victims of defendants' discriminatory policies and practices for the injuries caused by defendants, pursuant to 42 U.S.C.

§ 3614(d)(1)(B) and 15 U.S.C. § 1691e(h); and

(4) Assesses a civil penalty against defendants in an amount authorized by 42 U.S.C. § 3614(d)(1)(C), in order to vindicate the public interest.

The United States further prays for such additional relief as the interests of justice may require.

Dated: May 5, 2011

Respectfully submitted,

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